

OPEN MEETING AGENDA ITEM

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May 20, 2010

Arizona Corporation Commission

DOCKETED

MAY 21 2010

VIA OVERNIGHT MAIL

Docket Control Center
Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007-2927

DOCKETED BY	<i>mm</i>
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Re: **Application of AGL Networks, LLC For Authority to Encumber Assets;**
Docket No. T-20667A-10-0126

Dear Sir or Madam:

Please be advised that AGL Networks, LLC published notice of its application in the Arizona Business Gazette.

Enclosed are the original and fourteen (14) copies of the Affidavit of Publication. Please file the affidavit in your usual fashion and return one (1) file-stamped copy to us in the enclosed envelope.

If you have any questions, please contact the undersigned.

Very truly yours,

FRIEND, HUDAK & HARRIS, LLP

Norman B Gerry / KBW

Norman B. Gerry

NBG/nah

Enc.

cc: AGL Networks, LLC
Zayo Group, LLC

ORIGINAL and thirteen (13) copies
of the foregoing filed this 20th day
of May, 2010 with:

Docket Control
Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

AZ CORP COMMISSION
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May 20, 2010
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Copy of the foregoing mailed this
20th day of May, 2010 to:

Lyn Farmer, Esq.
Chief Administrative Law Judge
Hearing Division
Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

Janice Alward, Esq.
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AGL Networks, LLC

THE ARIZONA REPUBLIC

In the Matter of the Application of AGL Networks, LLC for Authority to Encumber Assets

Docket No. T-20667A-10-0126

AGL Networks, LLC ("Applicant"), filed an Application with the Arizona Corporation Commission on April 5, 2010, requesting approval to encumber its property through the grant of a security interest in Applicant's assets, pursuant to A.R.S. § 40-285 and any regulations deemed applicable. Upon consummation of a transaction by which Zayo Group LLC ("Zayo Group") will acquire all of the membership interests in Applicant, Applicant will encumber its property in support of Zayo Group's recently-completed financing arrangement in an aggregate amount of up to \$325 million consisting of (1) \$250 million in senior secured notes and (2) up to \$75 million in revolving credit facilities.

The Application is available for inspection during regular business hours at the office of Applicant's legal counsel, Lewis and Roca LLP, 40 North Central Avenue, Suite 1900, Phoenix, Arizona 85004; at the offices of the Commission located at 1200 West Washington Street, Phoenix, Arizona 85007; and on the Internet via the Commission website (www.azcc.gov) using the e-Docket function.

Intervention in the Commission's proceedings on the Application shall be permitted to any person entitled by law to intervene and having a direct substantial interest in this matter. Persons desiring to intervene must file a Motion to Intervene with the Commission that must be served upon applicant and that, at a minimum, shall contain the following information:

1. The name, address and telephone number of the proposed intervenor and of any person upon whom service of documents is to be made if different from the intervenor.

2. A short statement of the proposed intervenor's interest in the proceeding.

3. Whether the proposed intervenor desires a formal evidentiary hearing on the Application and the reasons for such a hearing.

4. A statement certifying that a copy of the Motion to Intervene has been mailed to Applicants.

The granting of Motions to Intervene shall be governed by A.A.C. R14-3-105, except that all Motions to Intervene must be filed on, or before, the 15th day after this notice.

Published: May 14, 2010

STATE OF ARIZONA
COUNTY OF MARICOPA } SS.

Mark Gilmore, being first duly sworn, upon oath deposes and says: That he is a legal advertising representative of the Arizona Business Gazette, a newspaper of general circulation in the county of Maricopa, State of Arizona, published at Phoenix, Arizona, by Phoenix Newspapers Inc., which also publishes The Arizona Republic, and that the copy hereto attached is a true copy of the advertisement published in the said paper on the dates as indicated.

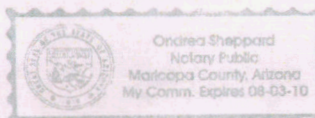
The Arizona Republic

May 14, 2010

Mark Gilmore

Sworn to before me this
14TH day of
May A.D. 2010

Andrea Sheppard



Notary Public